

**Invoice submitted to:**  
 Circuit City Committee

*Invoice Date*

January 20, 2009

*Invoice Number*

10798

*Last Bill Date*

Professional Services

Business Operations

		<u>Hrs/Rate</u>	<u>Amount</u>
11/24/2008 - LLT	Review FPI Notice of Appeal of Utility Order and various objectives to Hilco Agreement	0.20 325.00/hr	65.00
11/25/2008 - PSB	Receipt, review and revision of WARN objection and related items	0.50 315.00/hr	NO CHARGE
- LLT	Correspondence to/from S. Goldich re: WARN Act Order and objections related thereto (.20); Review WARN Act Order (.50); Review and revise Objection to same (1.50); Research re: Virginia corporate law issues related to WARN (1.0); Correspondence to/from J. Pomerantz re: same (.20); Telephone call with S. Goldich re: objection deadlines (.30); Address service issues for objections (.30)	4.00 325.00/hr	1,300.00
11/26/2008 - LLT	Draft and revise Limited Objection to first day orders (wage, contract, taxes, foreign vendors, shipping, store closing) (3.0); Review Debtors Motion to Approve Lease Auction Procedures (.50)	3.50 325.00/hr	1,137.50
- PSB	Review and revise Limited Objection	1.00 315.00/hr	NO CHARGE
12/1/2008 - LLT	Revise Order Resolving Limited Objection to First Day Motions (1.20); Correspondence with S. Goldich re: same (.10)	1.30 325.00/hr	422.50

		<u>Hrs/Rate</u>	<u>Amount</u>
12/2/2008 - LLT	Review Committee proposed resolutions of Objections to First Day Orders (.10); Review and revise Order on same (.30); Review press article on WARN Act payments (.20); Review and revise Objection to Supplemental Motion re: payment of pre-petition taxes (.70); Review Motion to Compel Post-Petition Rent filed by CCDC Marion (.50); Revise and file Motion Clarifying Access to Confidential Information (.90); Draft and file Notice of Hearing on same (.50); Review various landlord objections to 365 extension motion (.50); Review various landlord objections to Lease Rejection Motion (.60)	4.30 325.00/hr	1,397.50
12/3/2008 - PSB	Review objections to lease procedures motion, motions to compel and objection to same	2.50 315.00/hr	NO CHARGE
- LLT	Review and revise response to lease procedure motion (.60); Review various objections filed and lease procedure motion (1.80); Telephone call with D. Green re: same (.10); Correspondence with J. Pomerantz re: lease procedure objection (.10); Prepare, file and serve same (.50); Revise and file objection to Tax Motion (1.60); Correspondence from I. Fredericks re: Order re: Reporting Requirements on First Day Motions (.10); Review and revise opposition to Panasonic settlement motion (.80); Review Debtor's Omnibus Objection to Motions to Compel Admin Rent Payments (.80); Correspondence to J. Pomerantz re: pleadings filed today (.10)	6.50 325.00/hr	2,112.50
12/4/2008 - LLT	Revise and file Objection to Debtors Motion Approving Settlement Agreement with Panasonic (.90); Coordinate service of same with Bizport (.10)	1.00 325.00/hr	325.00
- PSB	Review and revise Panasonic pleading	1.00 315.00/hr	NO CHARGE
12/5/2008 - LLT	Review Baltimore Gas Notice and Appeal and Statement of Issues and address operational issues Receipt and review of correspondence from former employees re: WARN Act objection (.30); Review Greystone Complaint for Turnover (.20)	0.80 325.00/hr	260.00
12/8/2008 - LLT	Review filed objections to cure amounts	0.20 325.00/hr	65.00
12/10/2008 - LLT	Correspondence re: marketing strategies	0.20 325.00/hr	65.00

		<u>Hrs/Rate</u>	<u>Amount</u>
12/11/2008 - LLT	Review various Motions to Compel Admin Rent Payments	0.80 325.00/hr	260.00
12/12/2008 - LLT	Prepare for and participate in Committee Meeting re: operational status, sale prospects and liquidation alternatives (1.90); Review various Motions of Landlords for Admin Rent (.60)	2.50 325.00/hr	812.50
12/15/2008 - LLT	Review Baltimore Gas Statement of Issues on Appeal	0.10 325.00/hr	32.50
- PSB	Review of operational matters and division of labor associated with same	1.50 315.00/hr	NO CHARGE
12/17/2008 - LLT	Review various Landlord objections to cure amounts (.60); Review Interlink Motion to File Document under seal (.20)	0.80 325.00/hr	260.00
12/19/2008 - LLT	Review update on sale process	0.20 325.00/hr	65.00
- PSB	Receipt and review of correspondence related to taxes/trust fund issues	1.00 315.00/hr	315.00
12/23/2008 - PSB	Receipt and review of performance evaluation and analysis	1.00 315.00/hr	315.00
SUBTOTAL:		[ 34.90	9,210.00]
<u>Case Administration</u>			
11/18/2008 - DLL	Update Docket and Index	3.00 95.00/hr	285.00
11/19/2008 - PSB	Correspondence re: transcript (1.0); Revise NOA (.50); Correspondence with Court re: procedures and electronic tape (.50)	2.00 315.00/hr	630.00
- DLL	Draft NOA	2.00 95.00/hr	190.00
- LLT	Revise Notice of Appearance (.80); Various correspondence with Co-Counsel re: Pro Hac Vice information (.60)	1.40 325.00/hr	455.00

		<u>Hrs/Rate</u>	<u>Amount</u>
11/19/2008 - PSB	Travel to and from creditor meeting (6.0); Prepare for and participate in creditor meeting and debtor meeting (4.0);	10.00 315.00/hr	NO CHARGE
- LLT	Travel to and from DC; Prepare for attend Committee Meeting and meeting with Debtor Representatives	12.00 325.00/hr	3,900.00
11/20/2008 - PSB	Review, revise and file Pro Hacs and NOA (2.0); Review and revise discovery (2.0); Correspondence re: ECF noticing (.40); Correspondence re: transcript (.20)	4.60 315.00/hr	1,449.00
- LLT	Review Objections to First Day Orders	0.80 325.00/hr	260.00
- LLT	Review and revise Notice of Appearance for Committee (.80); Review Admin Order (.80); Revise Pro Hac Motions (1.80)	3.40 325.00/hr	NO CHARGE
- DLL	Create Core Group Service List (2.50); Create Rule 2002 Service List (2.1); Service Pleadings In House (3.80); Update Docket (.30)	8.70 95.00/hr	826.50
- LLT	Telephone call with various creditor lawyers re: status	0.60 325.00/hr	195.00
11/21/2008 - DLL	Update Docket (.50); Calendar Depositions and Hearings (.50)	1.00 95.00/hr	95.00
- PSB	Correspondence re: ECF notification	0.50 315.00/hr	157.50
11/22/2008 - LLT	Prepare for and participate in professional call with Pachulski lawyers re: overall division of labor and case handling going forward	0.50 325.00/hr	162.50
- PSB	Prepare for and participate in professional call with Pachulski lawyers re: overall division of labor and case handling going forward	0.50 315.00/hr	NO CHARGE
11/24/2008 - PSB	Correspondence re: response filings (.50); Review of notice/service issues (1.0); Review of docket for committee issues (2.0)	3.50 315.00/hr	1,102.50

		<u>Hrs/Rate</u>	<u>Amount</u>
11/24/2008 - DLL	Update Docket and file maintenance	1.50 95.00/hr	142.50
- DLL	File with Court ECF Notification Forms	1.00 95.00/hr	95.00
- LLT	Telephone call with J. Choidm (vendor) re: case status information (.20); Telephone call with C. Lehman (creditor counsel) re: filing information (.20); Address service issues for objectives to first days and review Admin Order re: same (.80); Telephone call with S. Goldich re: Committee information flow (.20)	1.40 325.00/hr	455.00
11/25/2008 - LLT	Prepare for and attend telephonic committee meeting (including telephonic Debtor presentation)	2.50 325.00/hr	NO CHARGE
- DLL	Update Docket (.50); Revise Service List (2.50)	3.00 95.00/hr	285.00
- PSB	Review of pleadings filed by Debtor	2.00 315.00/hr	630.00
- PSB	Correspondence re: ECF Notification (.50); Prepare for and participate in committee and Debtor calls (3.0); Review of servicing issues (.50); Receipt of transcript and forwarding same to co-counsel (.20)	4.20 315.00/hr	1,323.00
- LLT	Review all First Day Orders re: Objection deadlines and other procedural issues (1.50); Review docket for substantive pleadings recently filed (.50)	2.00 325.00/hr	NO CHARGE
11/26/2008 - DLL	Update Docket (.30); Revise Service Lists (1.0); Revise Order of First Day Pleadings (.80)	2.10 95.00/hr	199.50
- PSB	Review, revise and file Committee responses (2.50); Review of servicing issues (1.20)	3.70 315.00/hr	1,165.50
- LLT	Review revised service lists for filing pleadings (.50); Correspondence with co-counsel re: pleadings to be filed today (.20); Telephone call with B. Dassar re: additional Motion to file today (.20); Review Bar Date Motion (.50); Various correspondence with co-counsel re: committee input on pleadings for filing today (.50)	1.90 325.00/hr	NO CHARGE

		<u>Hrs/Rate</u>	<u>Amount</u>
12/1/2008 - LLT	Review Agenda items for committee call, including financial advisor analysis (.80); Prepare for and attend telephonic meeting (2.30); Correspondence re: committee protocol motion (.20); Correspondence re: in-person committee meeting (.10)	3.40 325.00/hr	NO CHARGE
- DLL	Update Docket	0.50 95.00/hr	47.50
- PSB	Prepare for and participate in Committee call (2.30); Review and revise various pleadings (1.10); Review of docket and numerous filed pleadings (3.50); Coordination of service issues (1.0)	7.90 315.00/hr	2,488.50
12/2/2008 - LLT	Review Committee By-Laws (.20); Correspondence with J. Pomerantz re: telephonic appearance in Court (.10); Review Objection Deadlines for pleadings on upcoming docket (.50); Review Updated Service List (.50); Coordinate with co-counsel re: 12/3 pleadings to be filed and served (.10)	1.40 325.00/hr	455.00
- PSB	Telephone call with counsel for Nikon (.20); Correspondence with J. Pomerantz re: same (.10); Review Objections (2.0)	2.30 315.00/hr	724.50
- PSB	Correspondence with J. Pomerantz re: appearance issues (.20); Correspondence with S. Boehm re: court procedures (.30); Correspondence with co-counsel re: same (.20)	0.70 315.00/hr	220.50
12/3/2008 - LLT	Correspondence with R. Feinstein re: service of pleadings (.10); Correspondence with S. Goldich re: adjournment of claims trading motion (.10); Prepare for upcoming committee meeting in D.C. (.80)	1.00 325.00/hr	325.00
12/4/2008 - PSB	Prepare for and attend Committee meeting (and related travel) (10.0); Coordination of service issues (.50)	10.50 315.00/hr	3,307.50
- LLT	Correspondence to Inquiring Creditor S. Hirsch re: claim (.10); Review Agenda for 12/5 hearing (.20); Review Protiviti and Jeffries committee presentations (.50)	0.80 325.00/hr	NO CHARGE
- DLL	Update Docket and File Maintenance	1.50 95.00/hr	142.50

		<u>Hrs/Rate</u>	<u>Amount</u>
12/5/2008 - PSB	Correspondence with R. Van Arsdale re: meeting (.10); Prepare for and attend 12/5 hearings (8.0); Prepare for and meet with R. Van Arsdale (.50)	8.60 315.00/hr	2,709.00
- DLL	Hearing preparation and assistance to counsel	2.00 95.00/hr	190.00
12/8/2008 - DLL	Update Service List	1.50 95.00/hr	142.50
12/9/2008 - DLL	Update Docket	0.50 95.00/hr	47.50
- LLT	Prepare for and attend telephonic committee meeting	1.00 325.00/hr	NO CHARGE
- PSB	Prepare for and participate in Committee call	2.10 315.00/hr	661.50
- LLT	Review various correspondence/pleadings served by mail (Notices of Appearance)	0.40 325.00/hr	NO CHARGE
- PSB	Receipt and review of open items and matters requiring committee attention	1.70 315.00/hr	535.50
12/10/2008 - LLT	Review various pleadings/notices filed today	0.60 325.00/hr	NO CHARGE
- DLL	Update Docket and File Maintenance	0.50 95.00/hr	47.50
- PSB	Prepare for and participate in Committee call	1.70 315.00/hr	535.50
12/11/2008 - LLT	Review Miscellaneous Pleadings served upon Tavenner & Beran (.80); Email to/from G. Brown re: Pro Hac Motions (.20)	1.00 325.00/hr	325.00
- DLL	Update Docket and Calendar Hearings	1.00 95.00/hr	95.00
12/12/2008 - LLT	Review various pleadings served upon Tavenner & Beran	0.90 325.00/hr	292.50
12/15/2008 - DLL	Update Docket	1.50 95.00/hr	142.50

		<u>Hrs/Rate</u>	<u>Amount</u>
12/15/2008 - LLT	Prepare Pro Hac Motions for Brown, Kornfeld and Morris	0.80 325.00/hr	260.00
12/16/2008 - DLL	Update Docket	1.00 95.00/hr	95.00
- PSB	Review committee update memo	0.10 315.00/hr	NO CHARGE
- PSB	Receipt and review of transcript and correspondence re: same	1.00 315.00/hr	315.00
- LLT	Review committee update memo	0.10 325.00/hr	32.50
12/17/2008 - DLL	Update Docket	1.00 95.00/hr	95.00
- LLT	Review and revise Pro Hac Motions (.50); E-mail to/from S. Hirsch re: local counsel question (.10)	0.60 325.00/hr	195.00
12/18/2008 - DLL	Update Service List	1.50 95.00/hr	142.50
- PSB	Telephone call with R. Van Arsdale re: protocol	0.20 315.00/hr	63.00
- DLL	Prepare Pro Hac Vice Orders and BOP to Court	1.00 95.00/hr	95.00
- PSB	Correspondence with R. Van Arsdale re: Committee Protocol Motion (.50); Correspondence with J. Pomerantz and R. Feinstein re: same (.30)	0.80 315.00/hr	252.00
- DLL	Update Docket and Index	0.50 95.00/hr	47.50
12/19/2008 - DLL	Update Docket and Index	0.50 95.00/hr	47.50
- LLT	Review Agenda for 12/22 hearings	0.20 325.00/hr	NO CHARGE
12/22/2008 - PSB	Correspondence with R. Stein re: Committee protocol issue (.50); Correspondence with R. Van Arsdale re: same (.50); Revise Order (.50)	1.50 315.00/hr	472.50



		<u>Hrs/Rate</u>	<u>Amount</u>
12/22/2008 - PSB	Prepare for and participate in 12/22 hearings	5.20 315.00/hr	1,638.00
- DLL	Update Docket	0.50 95.00/hr	47.50
12/23/2008 - LLT	Prepare for and attend telephonic committee meeting	1.20 325.00/hr	390.00
- PSB	Prepare for and attend telephonic committee meeting	1.20 315.00/hr	NO CHARGE
12/29/2008 - DLL	Update Docket and Index	1.50 95.00/hr	142.50
- PSB	Receipt and review of entered Protocol Order and coordinate service of same	0.50 315.00/hr	157.50
12/30/2008 - DLL	Update Service List	1.00 95.00/hr	95.00
- DLL	Update Docket	0.50 95.00/hr	47.50
12/31/2008 - DLL	Update Docket	0.30 95.00/hr	28.50

SUBTOTAL:	[	157.50	32,097.50]
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Claims Administration

11/24/2008 - LLT	Telephone call with S. Goldich re: Claims Trading Motion and Objection (.50); Review Motion and Order approving Trade Claim Procedures (1.50); Follow-up with S. Goldich re: extension of objection deadline (.20); Review various landlord objections to Order on Motion to Reject (1.20)	3.40 325.00/hr	1,105.00
12/1/2008 - LLT	Review claims filed (.30); Review objection to bar date motion (.20); Review Reclamation Demands (.50)	1.00 325.00/hr	325.00
12/2/2008 - PSB	Review of reclamation and related matters	1.50 315.00/hr	NO CHARGE
- LLT	Review Samsung reclamation demand	0.20 325.00/hr	65.00

		<u>Hrs/Rate</u>	<u>Amount</u>
12/3/2008 - LLT	Review Imtek and Barcodi 503 (b)(9) claims served upon Tavenner & Beran	0.30 325.00/hr	97.50
SUBTOTAL:		[ 6.40	1,592.50]
<u>Fee/Employment Applications</u>			
11/21/2008 - PSB	Correspondence re: employment applications	0.50 315.00/hr	157.50
11/24/2008 - LLT	Review Debtor's applications to employ counsel Skadden and McGuire Woods	1.50 325.00/hr	NO CHARGE
11/25/2008 - LLT	Review conflicts Disclosure of Skadden	0.60 325.00/hr	NO CHARGE
12/1/2008 - LLT	Review terms of retention for Financial Advisors of Debtor	0.90 325.00/hr	NO CHARGE
12/3/2008 - PSB	Review of objection issues	0.50 315.00/hr	NO CHARGE
- LLT	Review Proposed Resolution to Objections to FTI and Rothschild Retention (.40); Address issues re: extension of objection deadline (.20); Review draft objection to Rothschild Application (.60)	1.20 325.00/hr	390.00
12/4/2008 - PSB	Review and revise employment objections in context of local rule and practice	1.00 315.00/hr	315.00
12/8/2008 - PSB	Review of employment app issues	1.00 315.00/hr	315.00
12/9/2008 - DLL	Draft Employment Application for Tavenner & Beran, PLC	1.50 95.00/hr	142.50
- LLT	Correspondence re: Committee Retention of Professionals (.10); Review interim compensation order (.20)	0.30 325.00/hr	97.50
12/10/2008 - LLT	Review Interim Compensation Order	0.40 325.00/hr	NO CHARGE
- DLL	Draft Employment Application for Tavenner & Beran, PLC and Protiviti	2.50 95.00/hr	237.50

		<u>Hrs/Rate</u>	<u>Amount</u>
12/10/2008 - PSB	Review and revise Tavenner & Beran application	1.80 315.00/hr	567.00
- LLT	Review and revise Committee Applications to Employ Protiviti	1.40 325.00/hr	455.00
12/11/2008 - PSB	Correspondence with D. Abadir re: Jefferies employment application and notifications to same	1.10 315.00/hr	346.50
- LLT	Review and revise Jefferies Employment Application and conform to local practice (1.80); Review and revise PSZJ Retention Application and conform to local practice (.90); Review and revise Protiviti Employment Application and conform to local practice (1.60); Correspondence with R. Feinstein re: employment application revisions (.10); Follow-up with R. Feinstein re: chair endorsement of applications and filing issues (.10)	4.50 325.00/hr	1,462.50
- DLL	Draft and prepare Monthly Fee Statement	2.00 95.00/hr	190.00
12/15/2008 - LLT	Address status of retention applications	0.20 325.00/hr	NO CHARGE
12/16/2008 - PSB	Receipt and review of correspondence from Committee chair re: employment applications	0.20 315.00/hr	63.00
- PSB	Correspondence with J. Pomerantz and R. Feinstein re: employment issues	0.30 315.00/hr	94.50
12/17/2008 - LLT	Review revised Jefferies Application (.20); Correspondence from D. Abadir re: PSZJ Application signatures (.10); E-mail to committee professionals re: notice procedures on applications (.10); Review Gowlings application (.20)	0.60 325.00/hr	NO CHARGE
12/18/2008 - DLL	Revise Tavenner & Beran, PLC's Monthly Fee Statement	1.00 95.00/hr	95.00
- PSB	Correspondence with R. Neal re: employment applications and related issues	1.00 315.00/hr	315.00
- PSB	Address issues related to signature pages of employment applications	0.50 315.00/hr	157.50

		<u>Hrs/Rate</u>	<u>Amount</u>
12/19/2008 - PSB	Correspondence with R. Feinstein and J. Pomerantz re: employment applications and status of same	0.50 315.00/hr	157.50
12/22/2008 - LLT	Finalize and file Tavenner & Beran Employment Application, PSJZ Employment Application, Gowlings Employment Application, Protiviti Employment Application and Jefferies Employment Application (.90); Revise and file Notices of Filing re: same (.80)	1.70 325.00/hr	NO CHARGE
- PSB	Finalize and file employment applications and correspondence with co-counsel re: same (2.50); Coordination of service of same (.50)	3.00 315.00/hr	945.00
12/23/2008 - PSB	Correspondence with J. Pomerantz and R. Feinstein re: local practice and rules related to noticing of employment applications and review of case management order related to same	1.00 315.00/hr	315.00
- LLT	Address notice issue raised by Debtor on employment applications	0.20 325.00/hr	NO CHARGE
- PSB	Receipt and review of correspondence from I. Frederics re: employment issues	0.10 315.00/hr	31.50
12/28/2008 - PSB	Receipt and review of correspondence from G. Galaridi re: same	0.10 315.00/hr	31.50
- PSB	Receipt and review of correspondence from J. Pomerantz re: issues related to employment	0.10 315.00/hr	31.50
12/29/2008 - LLT	Address objection deadline to Committee employment applications and extension thereof for Debtor	0.20 325.00/hr	NO CHARGE
- PSB	Review and revise form fee letter and correspondence re: same	1.00 315.00/hr	315.00
SUBTOTAL:		[ 34.40	7,228.00]

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>Financing</u>			
11/18/2008 - PSB	Review of DIP Financing Pleadings	1.00 315.00/hr	NO CHARGE
11/20/2008 - LLT	Review and revise Objection to DIP Motion (2.20); Review and revise Motion to Reconsider DIP Order (1.50); Telephone calls with G. Brown re: proposed discovery (.30); Telephone call with A. Connah re: same (.20); Telephone call re: Motions to reconsider (.20); Review and revise discovery re: financing (3.80); Correspondence to discovery recipients re: service of same (.20)	8.40 325.00/hr	2,730.00
11/21/2008 - PSB	Review of discovery issues and prepare materials related thereto (2.0); Review of correspondence related to same (.50)	2.50 315.00/hr	787.50
11/24/2008 - LLT	Review various landlord objections to DIP Order	1.00 325.00/hr	325.00
11/26/2008 - LLT	Review various objections to DIP order	1.50 325.00/hr	487.50
12/1/2008 - LLT	Review objections to DIP Order	0.50 325.00/hr	162.50
12/9/2008 - LLT	Review status of DIP negotiations	0.30 325.00/hr	97.50
12/10/2008 - LLT	Review status of negotiations with Bank counsel and discovery schedule	0.20 325.00/hr	65.00
12/11/2008 - LLT	Address Protocol for Committee discovery on DIP (.80); Review draft letter to Bank Group (.20)	1.00 325.00/hr	325.00
12/12/2008 - LLT	Participate in Committee Consideration of DIP and proposal to Bank	1.60 325.00/hr	520.00
- PSB	Prepare for and participate in numerous calls re: DIP financing issues	1.60 315.00/hr	NO CHARGE
- PSB	Receipt and review of correspondence related to bank issues and potential litigation re: same	1.00 315.00/hr	NO CHARGE

		<u>Hrs/Rate</u>	<u>Amount</u>
12/13/2008 - LLT	Correspondence with G. Brown re: discovery logistics	0.10 325.00/hr	32.50
12/15/2008 - PSB	Review of issues related to DIP litigation and correspondence re: same	1.10 315.00/hr	346.50
- PSB	Receipt and review of Protiviti's updated analysis and related issues	1.00 315.00/hr	NO CHARGE
- LLT	Review discovery logistics and schedules	0.10 325.00/hr	32.50
12/16/2008 - LLT	Review updated analysis of DIP scenarios prepared by Protiviti (.70); Address status of negotiation with Banks (.30); Correspondence with G. Brown re: deposition on objections to DIP financing (.10)	1.10 325.00/hr	357.50
- PSB	Correspondence with G. Brown re: documents and related DIP financing issues	0.50 315.00/hr	157.50
- PSB	Prepare for and participate in Committee call on DIP financing	2.00 315.00/hr	630.00
12/17/2008 - PSB	Correspondence with G. Brown re: DIP financing issues	0.50 315.00/hr	157.50
- PSB	File Pro Hac Motions and coordination of service of same	1.50 315.00/hr	472.50
SUBTOTAL:		[ 28.50	7,686.50]
<u>Relief from Stay</u>			
12/1/2008 - LLT	Telephone call with G. Fathergill re: Expedited Hearing Request on Funches Stay Motion on 12/03 (.10); Review Pleadings re: same (.90); Correspondence from D. Foley re: debtor position on same (.10); Review Weidler Consent Order and correspondence with C. Jones re: same (.50)	1.60 325.00/hr	520.00
12/2/2008 - PSB	Review of Funches issues and related pleadings	1.00 315.00/hr	NO CHARGE
- LLT	Correspondence with D. Foley re: Funches hearing and committee support of debtor (.10); Review Weidler Stay Order (.20); Review Debtor response to Funches Motion (.30);	1.00 325.00/hr	325.00

		<u>Hrs/Rate</u>	<u>Amount</u>
	Review Foley correspondence to/from movant re: same (.20); Review Amended Motion to Expedite Funches Motion (.20)		
12/3/2008 - LLT		3.40	1,105.00
	Review Motion for Joinder on Funches Stay Motion (.30); Prepare for and attend Funches Stay hearing (2.40); Review Proposed Order and correspondence to L. Hudson re: same (.40); Correspondence with J. Pomerantz re: Funches order terms (.10); Follow-up correspondence to/from L. Hudson and D. Foley re: revisions to same (.20)	325.00/hr	
12/4/2008 - LLT		0.20	65.00
	Correspondence with L. Hudson re: status of Funches litigation in Chicago	325.00/hr	
SUBTOTAL:		[ 7.20	2,015.00]
For professional services rendered		268.90	\$59,829.50

Additional Charges :

		<u>Qty/Price</u>	<u>Tax#</u>
<u>Case Administration</u>			
11/10/2008 - PSB		1	454.20
	Transcript Charges	454.20	
11/19/2008 - PSB		188	91.18
	Mileage	0.49	
- PSB		1	14.00
	Parking	14.00	
11/20/2008 - LLT		1104	165.60
	Photocopies - Pro Hac Copies	0.15	
- LLT		207	31.05
	Photocopies - Notice of Appearance	0.15	
11/24/2008 - PSB		5	5.00
	Fax	1.00	
- PSB		1	0.82
	Long Distance Call Charges	0.82	

	<u>Qty/Price</u>	<u>Tax#</u>	<u>Amount</u>
11/25/2008 - PSB	13		13.00
Fax - Korrell (202) 346-7939	1.00		
11/26/2008 - PSB	19		19.00
Fax - Vincent M. Guida (410) 583-2437	1.00		
- PSB	4		4.00
Fax - Daniel Carrigan (202) 496-7756	1.00		
- PSB	9		9.00
Fax - Alan M. Noskow (703) 744-8001	1.00		
- PSB	1		386.26
Bizport Charges	386.26		
11/30/2008 - LLT	1		150.35
LexisNexis Charges	150.35		
12/2/2008 - PSB	1		475.38
Bizport Charges	475.38		
12/3/2008 - PSB	1		430.58
Bizport Charges	430.58		
- PSB	11		11.00
Fax - Copies 1020	1.00		
12/4/2008 - PSB	1		229.74
Accomodations for Committee Meeting	229.74		
- PSB	1		14.00
Parking	14.00		
- PSB	188		91.18
Mileage	0.49		
- PSB	1		335.50
Bizport Charges	335.50		
12/5/2008 - PSB	1		90.90
Deposition Costs	90.90		
- PSB	107		21.40
Photocopies - Agenda Copies	0.20		
- PSB	1		88.71
Working Lunch for numerous people on hearing date	88.71		



		<u>Qty/Price</u>	<u>Tax#</u>	<u>Amount</u>
12/8/2008 - PSB		1		7.30
	FedEx	7.30		
- PSB		1		30.77
	FedEx	30.77		
12/10/2008 - PSB		8		8.00
	Fax - Frank T. Pepler (415) 978-9862	1.00		
- PSB		11		11.00
	Fax - Dewey & LeBoeuf - Lisa Hill Fenning	1.00		
12/15/2008 - PSB		21		21.00
	Fax - Navarre Distribution	1.00		
12/17/2008 - PSB		61		61.00
	Fax - Sarah K. Kam (212) 808-7897	1.00		
- PSB		1		623.50
	Bizport Charges	623.50		
- PSB		1		73.06
	FedEx Charges	73.06		
12/22/2008 - PSB		1		3,821.40
	Bizport Charges	3,821.40		
12/31/2008 - PSB		1		22.26
	Lexis Charges	22.26		
- LLT		1		442.24
	Pacer Costs	442.24		
SUBTOTAL:				[ 8,253.38]
Total costs				\$8,253.38
Total amount of this bill				\$68,082.88
Balance due				\$68,082.88

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lynn L. Tavenner	84.40	325.00	\$27,430.00
Lynn L. Tavenner	22.50	0.00	\$0.00
Paula S. Beran	88.50	315.00	\$27,877.50

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Paula S. Beran	25.90	0.00	\$0.00
David L. Leadbeater	47.60	95.00	\$4,522.00

**Invoice submitted to:**

Circuit City Committee

*Invoice Date*

February 13, 2009

*Invoice Number*

10802

*Last Bill Date*

1/20/2009

## Professional Services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>Asset Disposition</u>			
1/5/2009 - PSB		1.50	495.00
	Prepare for and participate in Committee call	330.00/hr	
- LLT		1.40	476.00
	Prepare for and attend telephonic committee meeting	340.00/hr	
- LLT		0.60	204.00
	Review Motion to file under seal	340.00/hr	
1/7/2009 - LLT		1.50	NO CHARGE
	Committee call re: update on sale process (.80); Review Protiviti analysis on same (.50); Correspondence re: extension request (.20)	340.00/hr	
- PSB		1.50	495.00
	Prepare for and participate in Committee call	330.00/hr	
1/8/2009 - PSB		1.00	330.00
	Prepare for and participate in Committee call	330.00/hr	
- LLT		0.60	NO CHARGE
	Address recent issues re: unsealing bid procedures motion	340.00/hr	
- PSB		1.10	363.00
	Correspondence re: sale issues and bid procedures issues	330.00/hr	
1/9/2009 - LLT		1.20	NO CHARGE
	Review new sale procedure motion (.70); Review professionals analysis of offer (.50)	340.00/hr	

		<u>Hrs/Rate</u>	<u>Amount</u>
1/9/2009 - PSB	Prepare for and attend procedures hearing	3.50 330.00/hr	1,155.00
1/12/2009 - PSB	Review of Protiviti analysis (1.0); Prepare for and participate in Committee call (1.50)	2.50 330.00/hr	825.00
- LLT	Prepare for and attend call with committee on sale updates and prospects (1.20); Follow-up correspondence re: same (.80)	2.00 340.00/hr	NO CHARGE
1/13/2009 - PSB	Prepare for and participate in Committee calls re: status	1.50 330.00/hr	495.00
- LLT	Status reports from NY on sale (.70); Attend committee calls on same (1.20)	1.90 340.00/hr	646.00
1/14/2009 - LLT	Prepare for and attend committee call on auction status (1.80); Review various sale updates from professionals in NY (.80)	2.60 340.00/hr	884.00
1/15/2009 - LLT	Prepare for and attend various committee calls to evaluate bids (2.50); Review various confidential data analysis on proposed offers (1.10)	3.60 340.00/hr	1,224.00
- PSB	Correspondence re: auction and related items	1.50 330.00/hr	495.00
1/16/2009 - PSB	Prepare for and participate in sale hearing (and hearing on related items)	8.60 330.00/hr	2,838.00
1/19/2009 - PSB	Receipt and review of bid summary and correspondence re: same	1.10 330.00/hr	363.00
1/20/2009 - LLT	Review analysis and status of auction bidding (.90); Review issues re: need for risk management/loss prevention measures (.20)	1.10 340.00/hr	374.00
- PSB	Prepare for and participate in calls re: business and sale issues	0.90 330.00/hr	297.00
- LLT	Review professionals materials in preparation for upcoming committee call (1.20); Prepare for and attend emergency committee calls (2.0)	3.20 340.00/hr	1,088.00

		<u>Hrs/Rate</u>	<u>Amount</u>
1/26/2009 - LLT	Review Financial Materials for committee presentation	0.70 340.00/hr	238.00
1/28/2009 - PSB	Correspondence from Minnesota lawyer re: asset sales and correspondence with J. Pomerantz and R. Feinstein re: same	0.50 330.00/hr	165.00
SUBTOTAL:		[ 45.60	13,450.00]
<u>Business Operations</u>			
1/5/2009 - PSB	Review of motion to reconsider	0.70 330.00/hr	231.00
- LLT	Review Notice of Appeal of Rent Issues	0.20 340.00/hr	68.00
1/6/2009 - LLT	Review Motion to Reconsider on Admin Rent Issue	0.80 340.00/hr	272.00
1/7/2009 - PSB	Prepare for and attend hearing on Motion to Compel (continued without Committee knowledge) (1.50); Correspondence re: same (.30)	1.80 330.00/hr	594.00
- LLT	Correspondence with co-counsel re: CC Investors expedited hearing on rent issues	0.20 340.00/hr	68.00
1/8/2009 - LLT	Review IBM Stipulation and Motion	0.30 340.00/hr	NO CHARGE
- PSB	Receipt and review of compromise pleadings	1.50 330.00/hr	495.00
1/9/2009 - LLT	Review Motion re: Verizon agreement (.20); Review requests for admin rent (.30)	0.50 340.00/hr	NO CHARGE
1/12/2009 - LLT	Review weekly update materials to committee	0.90 340.00/hr	306.00
1/13/2009 - LLT	Review requests for payment of admin rent	0.60 340.00/hr	204.00
1/15/2009 - LLT	Address issues and opposition to proposed IBM settlement (.20); Review letters from trade creditors re: ongoing business operations (.20)	0.40 340.00/hr	NO CHARGE

		<u>Hrs/Rate</u>	<u>Amount</u>
1/20/2009 - PSB	Receipt and review of numerous landlord pleadings	2.50 330.00/hr	825.00
1/26/2009 - PSB	Correspondence with RFeinstein and J. Pomerantz re: Protiviti engagement in connection with loss prevention	0.70 330.00/hr	231.00
- LLT	Review Assurant Motion to Compel	0.70 340.00/hr	238.00
1/27/2009 - LLT	Review Motion and Objection re: Chase Bank Credit Card Program	0.70 340.00/hr	238.00
- PSB	Review Chase and Assurant Motion and related documents	1.00 330.00/hr	NO CHARGE
1/29/2009 - LLT	Review LEXAR pleadings re: consignment	0.40 340.00/hr	136.00
SUBTOTAL:		[ 13.90	3,906.00]

Case Administration

1/2/2009 - PSB	Correspondence with S. Leach re: creditor inquiries	1.00 330.00/hr	330.00
- PSB	Receipt and review of expedited hearing and correspondence with R. Feinstein and J. Pomerantz re: same	0.50 330.00/hr	165.00
1/5/2009 - PSB	Receipt and review of expedited order	0.20 330.00/hr	66.00
1/6/2009 - DLL	Update docket and file maintenance	1.00 95.00/hr	95.00
1/7/2009 - DLL	Update docket and file maintenance	1.50 95.00/hr	142.50
- LLT	Telephone call with P. Hakin (retiree) re: case status	0.10 340.00/hr	34.00
1/9/2009 - LLT	Telephone call with H. Meeks re: potential admin claim for headquarters facility management (.20); Meeting with co-counsel re: hearings on sale/liquidation (1.20)	1.40 340.00/hr	476.00

		<u>Hrs/Rate</u>	<u>Amount</u>
1/9/2009 - PSB	Correspondence with RFeinstein re: hearing	0.30 330.00/hr	99.00
- DLL	Prepare hearing binder and other court preparation	1.50 95.00/hr	142.50
- DLL	Update docket and file maintenance	0.50 95.00/hr	47.50
1/13/2009 - DLL	Update docket and file maintenance	0.50 95.00/hr	47.50
1/14/2009 - DLL	Update docket and original pleading maintenance	2.00 95.00/hr	190.00
1/15/2009 - DLL	Update docket and file maintenance	2.00 95.00/hr	190.00
- LLT	Review agenda for upcoming hearings	0.20 340.00/hr	NO CHARGE
1/16/2009 - DLL	Prepare hearing binder and other Court preparation	1.70 95.00/hr	161.50
- DLL	Update docket and calendar maintenance	1.00 95.00/hr	95.00
- LLT	Meeting with co-counsel and professionals in preparation for Court hearings and committee statement to court	2.20 340.00/hr	748.00
1/19/2009 - DLL	Update docket and file maintenance	1.00 95.00/hr	95.00
1/20/2009 - PSB	Correspondence with creditors re: case status and bar deadline	1.00 330.00/hr	330.00
- LLT	Correspondence with A. Kim reNetgear issues	0.20 340.00/hr	68.00
- DLL	Update docket and index	0.50 95.00/hr	47.50
- DLL	Update original pleading and file maintenance	0.70 95.00/hr	66.50
1/21/2009 - PSB	Correspondence with PBGC re: local practice and procedures on orders and the like (.50); Correspondence with Court re: same (.30)	0.80 330.00/hr	264.00

		<u>Hrs/Rate</u>	<u>Amount</u>
1/21/2009 -	DLL	1.00	95.00
	Update docket and file maintenance	95.00/hr	
-	DLL	1.50	142.50
	Update service list and co-ordination of service	95.00/hr	
1/22/2009 -	DLL	1.00	95.00
	Update docket	95.00/hr	
-	PSB	1.10	363.00
	Correspondence re: transcript and receipt and review of same	330.00/hr	
1/23/2009 -	LLT	0.80	272.00
	Review recent pleadings (.60); Correspondence with T. Redmond re: leases (.20)	340.00/hr	
-	DLL	2.00	190.00
	Update service list and co-ordination of service	95.00/hr	
-	DLL	1.50	142.50
	Update docket and index	95.00/hr	
1/26/2009 -	PSB	1.00	330.00
	Prepare for and participate in committee call	330.00/hr	
-	DLL	0.50	47.50
	Update docket	95.00/hr	
1/27/2009 -	DLL	1.00	95.00
	Update service list and co-ordination of service	95.00/hr	
-	LLT	0.10	34.00
	Correspondence with J. Burke re: creditor inquiries	340.00/hr	
-	DLL	1.30	123.50
	Update docket	95.00/hr	
1/28/2009 -	DLL	1.60	152.00
	Update hearing binder and hearing preparation	95.00/hr	
-	DLL	0.50	47.50
	Update docket	95.00/hr	
-	PSB	1.00	330.00
	Correspondence with R. Feinstein re: upcoming hearings (.50); Correspondence with R. VarArsdale re: same (.50)	330.00/hr	
-	LLT	0.90	306.00
	Telephone call with J. Pomerantz re: alliance stipulation and coverage at upcoming hearing and review contested matters on docket (.70); Telephone call with J. Burkes re: creditor inquiry (.20)	340.00/hr	



		<u>Hrs/Rate</u>	<u>Amount</u>
1/28/2009 - PSB	Review of various pleadings and correspondence in preparation of 1/29 hearing	4.20 330.00/hr	1,386.00
- PSB	Correspondence with creditors re: case status and bar deadline	1.10 330.00/hr	363.00
1/29/2009 - DLL	Update docket	0.50 95.00/hr	47.50
- LLT	Review Plum Choice App for Admin Status	0.40 340.00/hr	136.00
- PSB	Prepare for and attend omni hearing (2.0); Prepare report re: same (1.30)	3.30 330.00/hr	1,089.00
- LLT	Telephone calls with J. David re: case status and assets available for sale	0.80 340.00/hr	272.00
1/30/2009 - LLT	Review Daily Pleadings	0.50 340.00/hr	170.00
- LLT	Telephone call with creditor re: retiree/pension plan issues (.20); Follow-up on retiree questions and correspondence re: same (.90)	1.10 340.00/hr	374.00
SUBTOTAL:		[ 50.50	10,503.50]
<u>Creditors Meeting</u>			
1/9/2009 - PSB	Prepare for and attend 341 meeting	1.50 330.00/hr	495.00
SUBTOTAL:		[ 1.50	495.00]
<u>Fee/Employment Applications</u>			
1/8/2009 - PSB	Correspondence with J. Pomerantz and R. Feinstein re: employment orders and related matters	0.70 330.00/hr	231.00
1/11/2009 - PSB	Correspondence with R. Feinstein and J. Pomerantz re: employment orders (.50); Correspondence with R. Varsdale re: same (.20)	0.70 330.00/hr	231.00

		<u>Hrs/Rate</u>	<u>Amount</u>
1/12/2009 - PSB	Correspondence re: employment orders	0.50 330.00/hr	165.00
- DLL	Break out Fee Orders and prepare foBOP'ing	1.00 95.00/hr	95.00
1/13/2009 - PSB	Review and revise fee statement	0.50 330.00/hr	165.00
1/14/2009 - LLT	Review of employment issues	0.50 340.00/hr	NO CHARGE
- PSB	Correspondence with RFeinstein and J. Pomerantz re: employment orders	0.50 330.00/hr	165.00
- PSB	Correspondence with BDassa re: local procedures and practice on fee letters	0.50 330.00/hr	165.00
- PSB	Finalize PSJZ and TB orders (1.0); Correspondence with R. Van Arsdale and J. PomerantzR. Feinstein re: same (.70); Correspondence re:Gowling order and status (.30); Modify Gowling order (.50); Correspondence re: fee statements of Committee (.50)	3.00 330.00/hr	990.00
1/15/2009 - PSB	Correspondence re: employment orders and related matters	1.00 330.00/hr	330.00
- LLT	Correspondence to/from R. VarArsdale re: Protiviti employment order (.20); Follow-up with co-counsel re: same (.10); Co-ordinate with co-counsel re: protocol for monthly fee statements (2.0); Correspondence to/from R. VaArsdale re: Gowlings Employment (.20); Address resolution ofefferies employment (.50)	3.00 340.00/hr	1,020.00
1/16/2009 - PSB	Correspondence with R. VarArsdale and D. Foley re:Jeffries order	0.50 330.00/hr	165.00
- LLT	Address revisions toJefferies Order and discuss same withM. Heniken and S. Rutsky	0.50 340.00/hr	170.00
1/19/2009 - PSB	Correspondence with BDassa re: fee statements and other local issues	0.50 330.00/hr	165.00

		<u>Hrs/Rate</u>	<u>Amount</u>
1/20/2009 - PSB	Finalize and submitJeffries order	0.20 330.00/hr	66.00
- LLT	Review Jefferies Order as entered (.10); Correspondence to/from S.Rotsky re: same (.20)	0.30 340.00/hr	102.00
1/21/2009 - PSB	Finalize and file and circulate fee statements for committee professionals	2.70 330.00/hr	891.00
- PSB	Receipt and review of supplemental verified statement of Protiviti and correspondence withJ. Pomerantzre: same	0.50 330.00/hr	165.00
- SLT	Draft fee statement	1.50 95.00/hr	142.50
- LLT	Draft and revise Interim Fee Letter/Invoice forTavenner & Beran (.60); Correspondence with Debtor andUST re: Tavenner & Beran and Protiviti Invoices (.20)	0.80 340.00/hr	NO CHARGE
1/26/2009 - LLT	Address issues re:Protiviti Retention Order	0.20 340.00/hr	68.00
1/27/2009 - PSB	Correspondence withJ. Turner re: Excel backup	0.50 330.00/hr	165.00
- PSB	Correspondence with DAvadir re: revised order and local practice/procedures	0.50 330.00/hr	165.00
- PSB	Coordination of service of supplemental statement	0.50 330.00/hr	165.00
- LLT	Correspondence withSkaddenand committee professionals re: committee invoices (.50); Address status ofProtiviti converted order and supplemental statement (.20)	0.70 340.00/hr	238.00
1/30/2009 - LLT	Correspondence with R. VanArsdale re: correctedProtiviti Order and BOP same to Clerk	0.30 340.00/hr	102.00
SUBTOTAL:		[ 22.10	6,326.50]

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>Relief from Stay</u>			
1/28/2009 - LLT	Review status of Funches Motion	0.50 340.00/hr	170.00
1/29/2009 - LLT	Review various stipulations re Funches stay hearing	0.60 340.00/hr	204.00
- PSB	Prepare for and attend Funches hearing	1.50 330.00/hr	495.00
SUBTOTAL:		[ 2.60	869.00]
For professional services rendered		136.20	\$35,550.00
Additional Charges :			
		<u>Qty/Price</u>	<u>Tax#</u>
<u>Case Administration</u>			
1/1/2009 - PSB	Cavalier Charges	1 0.88	0.88
1/5/2009 - PSB	Fax - Kurtzman Carson	15 1.00	15.00
1/10/2009 - PSB	Fax	24 1.00	24.00
1/16/2009 - LLT	Copies - Hearing Binder Copies	135 0.20	27.00
- LLT	Copies - Agency Agreement and Black-line	32 0.20	6.40
- PSB	J&J Court Transcribers, Inc. Charges	1 126.90	126.90
- LLT	Fax - Pleadings KCC	74 1.00	74.00
1/18/2009 - LLT	Meal Cost	1 70.79	70.79
SUBTOTAL:			[ 344.97]
Total costs			\$344.97

	<u>Amount</u>
Total amount of this bill	\$35,894.97
Previous balance	\$68,082.88
Balance due	<u>\$103,977.85</u>

Timekeeper Summary			
<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lynn L. Tavenner	34.20	340.00	\$11,628.00
Lynn L. Tavenner	8.00	0.00	\$0.00
Paula S. Beran	64.20	330.00	\$21,186.00
Paula S. Beran	1.00	0.00	\$0.00
David L. Leadbeater	27.30	95.00	\$2,593.50
Sarah L. Tavenner	1.50	95.00	\$142.50